

**UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et al.*,

Debtors.¹

PROMESA

Title III

No. 17 BK-3283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND MANAGEMENT
BOARD FOR PUERTO RICO,

as representative of

PUERTO RICO ELECTRIC POWER AUTHORITY,

Debtor.

PROMESA

Title III

No. 17 BK-4780-LTS

**AGENDA OF MATTERS SCHEDULED FOR THE
STATUS CONFERENCE ON JULY 10, 2024 AT 2:00 P.M. AST**

**Time and Date of
Hearing:**

**Wednesday, July 10, 2024,
from 2:00 p.m. to 3:30 p.m.**

Honorable Laura Taylor Swain, United States District Judge
Honorable Judith G. Dein, United States Magistrate Judge

Location of Hearing:

Courtroom 17C

United States District Court for the Southern District of New York
**Daniel Patrick Moynihan Courthouse, 500 Pearl Street, New York,
NY 10007 (the “New York Courtroom”)**

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801). Title III case numbers are listed as Bankruptcy Case numbers due to software limitations.

Video Teleconference: The hearing will also be conducted simultaneously by video teleconference in a courtroom to be designated in the **United States District Court for the District of Puerto Rico, Clemente Ruiz Nazario US Courthouse, 150 Carlos Chardón Street, Federal Building, San Juan, Puerto Rico 00918-1767 (the “Hato Rey Courtroom”)**.

Attorney Participation: Pursuant to the *Order Regarding Procedures for Status Conference* [Case No. 17-3283, ECF No. 27653; Case No. 17-4780, ECF No. 5252], attached to this Agenda as **Exhibit A** (the “Procedures Order”), attorneys who have entered an appearance in the Title III cases and **wish to participate as speakers** in the proceedings must appear in person (either in the Hato Rey Courtroom or the New York Courtroom) and file an Informative Motion in accordance with paragraph 4 of the Procedures Order.

Attorneys, Members of the Public and Press: Attorneys and members of the public and press **may listen to (but not view or participate in)** the proceedings by dialing (888) 363-4749 and entering the access code (7214978) and security code (7533) when prompted.

Copies of Documents: Copies of all documents filed in these Title III cases are available free of charge (a) by visiting <https://cases.ra.kroll.com/puertorico> or by calling +1 (844) 822-9231, and (b) on the Court’s website at <http://www.prd.uscourts.gov>, subject to the procedures and fees set forth therein.

I. OPENING REMARKS BY THE COURT

II. NONDUPLICATIVE REMARKS BY COUNSEL ADDRESSING THE EXTENT TO WHICH LITIGATION CAN MOVE FORWARD, DURING THE PENDENCY OF REHEARING PETITIONS AND IN THE ABSENCE OF A MANDATE, ON ISSUES RELATING TO THE SCOPE AND VALUE OF THE BONDHOLDERS’ PERFECTED SECURITY INTERESTS AND THE NATURE AND VALUE RECOVERABLE FROM REMEDIES THAT MAY BE AVAILABLE TO THE BONDHOLDERS

1. **Plan of Adjustment of the Puerto Rico Electric Power Authority.** Modified Fourth Amended Title III Plan of Adjustment of the Puerto Rico Electric Power Authority [Case No. 17-3283, ECF No. 26561; Case No. 17-4780, ECF No. 4680]

Related Documents:

- A. Disclosure Statement for Modified Second Amended Title III Plan of Adjustment of the Puerto Rico Electric Power Authority [Case No. 17-3283, ECF No. 23664; Case No. 17-4780, ECF No. 3297]

- B. Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Confirmation Hearing Notice and Confirmation Schedule, (IV) Approving Solicitation Packages and Distribution Procedures, (V) Approving Forms of Ballots and Voting and Election Procedures, (VI) Approving Notice of Non-Voting Status, (VII) Fixing Voting, Election, and Confirmation Deadlines, and (VIII) Approving Vote Tabulation Procedures [**Case No. 17-3283, ECF No. 23675; Case No. 17-4780, ECF No. 3304**]
- C. Supplemental Disclosure Statement for Corrected Fifth Modified Third Amended Title III Plan of Adjustment of the Puerto Rico Electric Power Authority [**Case No. 17-3283, ECF No. 25642; Case No. 17-4780, ECF No. 4171**]
- D. Order (I) Approving Supplemental Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Confirmation Hearing Notice, (IV) Approving Solicitation Packages and Distribution Procedures, (V) Approving Forms of Ballots and Voting and Election Procedures, (VI) Approving Notice of Non-Voting Status, (VII) Fixing Voting and Election Deadlines, and (VIII) Approving Vote Tabulation Procedures [**Case No. 17-3283, ECF No. 25661; Case No. 17-4780, ECF No. 4181**]
- E. Notice of Filing of Post-Hearing Proposed Findings of Fact and Conclusions of Law in Connection with Confirmation of the Modified Fourth Amended Title III Plan of Adjustment of the Puerto Rico Electric Power Authority [**Case No. 17-3283, ECF No. 27119; Case No. 17-4780, ECF No. 5128**]
- F. Notice of Filing of Third Revised Proposed Order and Judgment Confirming Modified Fourth Amended Title III Plan of Adjustment of the Puerto Rico Electric Power Authority [**Case No. 17-3283, ECF No. 27120; Case No. 17-4780, ECF No. 5129**]
- G. Informative Motion of the Financial Oversight and Management Board for Puerto Rico Regarding Its Procedure to Conform PREPA's Proposed Plan of Adjustment to First Circuit's Decision in Amended Lien & Recourse Challenge [**Case No. 17-3283, ECF No. 27631; Case No. 17-4780, ECF No. 5243**]
- H. Order Regarding Joint Status Report and Conference in Light of First Circuit Decision [**Case No. 17-3283, ECF No. 27642; Case No. 17-4780, ECF No. 5247**]
- I. Joint Status Report of Conferring Parties in Accordance with Court's Order Regarding Joint Status Report and Conference in Light of First Circuit Decision [**Case No. 17-4780, ECF No. 5274**]

Status: This matter is going forward.

Estimated Time Required: 30 minutes.

Order and Number of Speakers: The names of counsel who intend to speak on this matter and time allocations for each party are listed below, in the order in which the parties shall present argument:

1. **Plan Proponents:**

- a. **FOMB**: Martin J. Bienenstock, 9 minutes
- b. **Fuel Line Lenders**: Emil A. Kleinhaus, 2 minutes
- c. **Majority Member PREPA Ad Hoc Group**: Andrew N. Rosenberg, 2 minutes
- d. **UCC**: Luc A. Despins, 2 minutes

2. **Plan Opponents:**

- a. **Assured**: Mark C. Ellenberg, 5 minutes
- b. **Golden Tree**: Glenn M. Kurtz, 5 minutes
- c. **Ad Hoc Bondholder Group**: G. Eric Brunstad, Jr. or Stephen D. Zide, 5 minutes

III. **CONSIDERATION OF NEXT STEPS**

Status: This matter is going forward.

Estimated Time Required: 20 minutes.

Order and Number of Speakers: The names of counsel who intend to speak on this matter for each party are listed below, in the order in which the parties shall present argument:

1. **Plan Proponents:**

- a. **FOMB**: Martin J. Bienenstock
- b. **Fuel Line Lenders**: Emil A. Kleinhaus
- c. **Majority Member PREPA Ad Hoc Group**: Andrew N. Rosenberg
- d. **UCC**: Luc A. Despins

2. **Government:**

- a. **AAFAF**: Elizabeth L. McKeen

3. **Plan Opponents:**

- a. **Assured**: Mark C. Ellenberg
- b. **Golden Tree**: Glenn M. Kurtz or Thomas E. Lauria
- c. **PREPA Bond Trustee**: Clark T. Whitmore
- d. **National**: Robert S. Berezin
- e. **Ad Hoc Bondholder Group**: G. Eric Brunstad, Jr. or Stephen D. Zide

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Dated: July 8, 2024
San Juan, Puerto Rico

/s/ Hermann D. Bauer

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*Co-Attorney for the Financial Oversight and
Management Board as representative for PREPA*

Respectfully submitted,

/s/ Martin J. Bienenstock

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*Attorneys for the Financial
Oversight and Management Board
as representative for PREPA*

Exhibit A

Order Regarding Procedures for Status Conference

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO

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In re:

PROMESA
Title III

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

No. 17 BK 3283-LTS

THE COMMONWEALTH OF PUERTO RICO
et al.,

(Jointly Administered)

Debtors.¹
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ORDER REGARDING PROCEDURES FOR STATUS CONFERENCE

Pursuant to the *Order Regarding Joint Status Report and Conference in Light of First Circuit Decision* (Docket Entry No. 27642 in Case No. 17-3283 and Docket Entry No. 5247 in Case No. 17-4780) (the “Status Conference Order”), the Court will hold a conference to address what further submissions or litigation may be necessary regarding the Title III plan confirmation proceedings for PREPA (the “Status Conference”). The Status Conference will be

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conducted on **July 10, 2024**, from **2:00 p.m. to 3:30 p.m. (Atlantic Standard Time)**. The Court will conduct the Status Conference in Courtroom 17C of the Daniel Patrick Moynihan Courthouse, 500 Pearl Street, New York, NY 10007 (the “New York Courtroom”), and by video teleconference in a courtroom to be designated in the United States District Court for the District of Puerto Rico, Clemente Ruiz Nazario US Courthouse, 150 Carlos Chardón Street, Federal Building, San Juan, Puerto Rico 00918-1767 (the “Hato Rey Courtroom”). All individuals in attendance in the New York Courtroom shall refrain from wearing cologne or perfume. The Status Conference shall be governed by the following procedures.

Registration for In-Person Attendance and Listen-In Facilities for Attorneys, Members of the Public and Press

1. **In-Person Participation.** Judge Swain will be present in the New York Courtroom. **Counsel for any party in interest (each a “Party”) who intend to participate in the Status Conference are expected to appear in person (either in the Hato Rey Courtroom or the New York Courtroom).** Counsel for any Party that plans to participate in or observe the Status Conference must file an informative motion in accordance with paragraph 4. Informative motions are due **no later than July 2, 2024, at 5:00 p.m. (Atlantic Standard Time)**.

2. **Listen-Only Public Access to the Status Conference.** Members of the public, press, and attorneys may **listen to but not participate in** the Status Conference by dialing (888) 363-4749, and, when prompted, entering the access code (7214978) and security code (7533) for listen-only access. This telephonic access line for the press and the general public will be in listen-only mode at all times. Recording and retransmission of the proceedings by any means are prohibited.

3. **Live Observation of the Status Conference.** Members of the public and press who wish to **view but not participate in** the Status Conference may do so by appearing in person at the Hato Rey Courtroom or the New York Courtroom.

Status Conference Filing Deadlines

4. **Party Informative Motion and Party Appearance Cover Sheet.**

Counsel for any Party that wishes to participate in or observe the Status Conference must register an appearance by filing an informative motion (the “Informative Motion”) no later than **July 2, 2024, at 5:00 p.m. (Atlantic Standard Time)**, identifying (a) the Party for which they intend to appear, (b) whether they intend to appear in the New York or Hato Rey Courtroom, and (c) the name(s) and email address(es) of the attorney(s) who will appear. Counsel must annex a Party Appearance Sheet (the form of which is attached as Exhibit A to this Order) as Exhibit A to the Informative Motion. Counsel may select one method of appearance for each attorney appearing at the Status Conference. Thereafter, counsel must file an Amended Party Appearance Sheet to change the method of appearance.

5. **Agenda.** An agenda outlining the matters to be addressed and the projected timetable for the Status Conference must be filed by Debtors’ counsel by **July 8, 2024, at 5:00 p.m. (Atlantic Standard Time)**.

6. **Courtroom Procedures.** All persons appearing or observing in person or by telephonic means are reminded of the general prohibition against photographing, recording, and rebroadcasting of court proceedings. Violation of this prohibition may result in sanctions, including removal of court issued media credentials, restricted entry to future hearings, denial of entry to future hearings, or any other sanctions deemed necessary by the Court. The formalities of a courtroom must be observed.

7. **Electronic Device Policy in New York.** Counsel with New York bar credentials are permitted to bring one cellular telephone into the New York courthouse in accordance with the Fifth Amended Standing Order M10-468.² Counsel seeking to bring additional electronic devices into the New York Courtroom for the Status Conference must complete the Electronic Device General Purpose Form available on the Court's website at <https://www.nysd.uscourts.gov/forms/fillable-form-electronic-devices-general-purpose> and submit the completed form to the following address: swaindprcorresp@nysd.uscourts.gov by **July 2, 2024, at 12:00 p.m. (Atlantic Standard Time)**. Such requests must be compliant with S.D.N.Y. Standing Order M10-468. The Court directs counsel's attention to the technical and device usage restrictions detailed in the Fifth Amended Standing Order. Devices may not be used for communications purposes in the courtroom and no recording or transmission of the proceedings is permitted.

8. **Electronic Device Policy in Hato Rey Courtroom.** Counsel with Puerto Rico bar credentials are permitted to bring electronic devices into the Hato Rey courthouse. Counsel authorized to appear Pro Hac Vice in the Title III proceedings shall present (i) a paper or hard copy of the order granting Pro Hac Vice admission, and (ii) a current government-issued photo identification.³ Devices may not be used for communications purposes in the courtroom and no recording or transmission of the proceedings is permitted.

9. **Courthouse Entry Policies.** Persons intending to attend in one of the

² The Fifth Amended Standing Order is available at <https://nysd.uscourts.gov/sites/default/files/2022-04/20mc316%205th%20amd%20standing%20order.pdf>.

³ The electronic devices policy for the United States District Court for the District of Puerto Rico is available at <https://promesa.prd.uscourts.gov/electronic-devices-policies>.

courthouses should check the relevant court website for up-to-date information and procedures.

SO ORDERED.

Dated: June 20, 2024

/s/ Laura Taylor Swain
LAURA TAYLOR SWAIN
United States District Judge